

**AMENDMENTS TO THE CLAIMS:**

Please amend the claims as follows. This listing of claims will replace all prior listings.

1. (CURRENTLY AMENDED) An axle assembly comprising:  
a first axle shaft defined substantially along a first axis of rotation;  
a second axle shaft defined substantially along said first axis of rotation;  
~~an at least one~~ electric motor defined substantially along a second axis of rotation  
transverse to said first axis of rotation, ~~said at least one electric motor for driving~~  
~~both said first and said second axle shafts;~~  
a first stage gear reduction driven by said ~~at least one~~ electric motor, ~~said first stage gear~~  
~~reduction including a drive gear driven about said second axis of rotation by said~~  
~~electric motor and a driven gear driven by said drive gear;~~  
a ~~said~~ second stage gear reduction driven by said first stage gear reduction, ~~said second~~  
~~stage gear reduction including a pinion gear driven by said driven gear and a ring~~  
~~gear driven about said first axis by said pinion gear, said first axle shaft extending~~  
~~through said ring gear;~~ and  
a ~~third stage gear reduction differential~~ driven by said second stage gear reduction, said  
first axle shaft and said second axle shaft driven by said ~~third stage gear reduction~~  
~~differential.~~
2. (CURRENTLY AMENDED) The axle assembly as recited in claim 1, further  
~~comprising a wherein said at least one electric motor comprises a first electric motor defined~~  
~~substantially along said second axis of rotation and a second electric motor defined substantially~~  
along a third axis of rotation transverse to said first axis of rotation ~~wherein said first and said~~  
~~second electric motors simultaneously drive said driven gear.~~
3. (CANCELED)

4. (CURRENTLY AMENDED) The axle assembly as recited in claim 3 1, wherein said ~~singledriven~~ gear and said pinion gear are ~~defined along a common axis of rotation~~ coaxial.

5. (CANCELED)

6. (CANCELED)

7. (CANCELED)

8. (CURRENTLY AMENDED) The axle assembly as recited in claim 7 1, wherein said ring gear is coaxial with said first axis of rotation.

9. (CURRENTLY AMENDED) The axle assembly as recited in claim 7 1, wherein ~~said ring gear drives said including a third stage gear reduction driven by said ring gear and coupled to said differential~~.

10. (CANCELED)

11. (CURRENTLY AMENDED) The axle assembly as recited in claim 1 9, wherein said third stage gear reduction comprises a two-speed ~~electric carrier module including an input directly coupled to said ring gear~~.

12. (CURRENTLY AMENDED) The axle assembly as recited in claim 1 11, wherein said ~~third stage gear reduction comprises a includes a differential gear set~~ is substantially contained within ~~the said two-speed reduction gear set module~~.

13. (CURRENTLY AMENDED) An axle assembly comprising:  
a first axle shaft defined substantially along a first axis of rotation;  
a second axle shaft defined substantially along said first axis of rotation;  
a first electric motor defined substantially along a second axis of rotation transverse to said first axis of rotation for driving both said first and said second axle shafts;  
a second electric motor defined substantially along a third axis of rotation transverse to said first axis of rotation for driving both said first and said second axle shafts;  
a first stage gear reduction driven by said first and second electric motor, said first stage gear reduction including a first drive gear driven about said second axis of rotation by said first electric motor and a second drive gear driven about said third axis of rotation by said second electric motor, said first drive gear and said second drive gear drive a single gear and a pinion gear of said second stage gear reduction;  
a second stage gear reduction driven by said first stage gear reduction, said second stage gear reduction including a ring gear driven by said pinion gear, said first axle shaft extending through said ring gear; and  
a ~~third stage gear reduction differential~~ driven by said second stage gear reduction, said first axle shaft and said second axle shaft driven by through said third stage gear reduction differential.
14. (CURRENTLY AMENDED) The axle assembly as recited in claim 13, wherein said first stage gear reduction comprises a drive gear driven by said first electric motor and a second drive gear driven by said second electric motor, said first and second drive gear drive a said single gear which mounts a pinion gear of said second stage gear reduction.
15. (CANCELED)
16. (CURRENTLY AMENDED) The axle assembly as recited in claim ~~15~~ 13, wherein said ring gear is coaxial with said first axis.

17. (CURRENTLY AMENDED) The axle assembly as recited in claim 16, wherein said ring gear drives said ~~third stage gear reduction~~ differential.

18. (NEW) The axle assembly as recited in claim 4, wherein said driven gear comprises a single gear that drives said pinion gear about a third axis of rotation generally parallel to said second axis of rotation.

19. (NEW) The axle assembly as recited in claim 2, wherein said drive gear comprises a first drive gear that is driven by said first electric motor about said second axis of rotation and including a second drive gear driven by said second electric motor about said third axis of rotation wherein said first and said second drive gears are in direct meshing engagement with said driven gear.

20. (NEW) The axle assembly as recited in claim 2, wherein said driven gear comprises a single driven gear coupled to said pinion gear such that said single driven gear and said pinion gear rotate about a fourth axis of rotation generally parallel to said second and third axes of rotation.

21. (NEW) The axle assembly as recited in claim 1, wherein said first axle shaft, said second axle shaft and said ring gear are coaxial with said driven gear directly driving said pinion gear, said pinion gear directly driving said ring gear, and said ring gear directly driving said differential.

22. (NEW) The axle assembly as recited in claim 1, wherein said first axle shaft and said second axle shaft are each contained within a respective axle housing, said first and second axle shafts respectively operable to drive a wheel assembly

23. (NEW) The axle assembly as recited in claim 13, wherein said single gear and said pinion gear are mounted along a common axis of rotation generally parallel to said second axis of rotation and said third axis of rotation.

24. (NEW) The axle assembly as recited in claim 13, wherein said single gear and said pinion gear are mounted along a common axis of rotation transverse to said first axis of rotation.

25. (NEW) The axle assembly as recited in claim 13, wherein said pinion gear is mounted to said single gear for rotation therewith.

26. (NEW) The axle assembly as recited in claim 13, wherein said first axis of rotation, said second axis of rotation and said third axis of rotation are contained within a common plane.

27. (NEW) A drive system for a multi-axle vehicle comprising:  
a frame which includes a pair of main longitudinal members;  
a first axle shaft defined substantially along a first axis of rotation transverse to said pair of main longitudinal members;  
an electric motor defined substantially along a second axis of rotation parallel to said pair of main longitudinal members and transverse to said first axis of rotation, said first axis of rotation and said second axis of rotation contained within a common plane;  
a drive gear driven by said electric motor about said second axis of rotation;  
a first stage gear reduction driven by said drive gear, said first stage gear reduction including a single gear which mounts a pinion gear of said second stage gear reduction, said single gear and said pinion gear mounted along a common axis of rotation generally parallel to said second axis;  
a second stage gear reduction driven by said first stage gear reduction, said second stage gear reduction including a ring gear driven about said first axis by said pinion gear, said first axle shaft extending through said ring gear and driven by said second stage gear reduction.

28. (NEW) The drive system as recited in claim 27, further comprising a differential driven by said second stage gear reduction, said first axle shaft driven by said third stage gear reduction.

29. (NEW) The drive system as recited in claim 27, wherein said ring gear drives said third stage gear reduction.